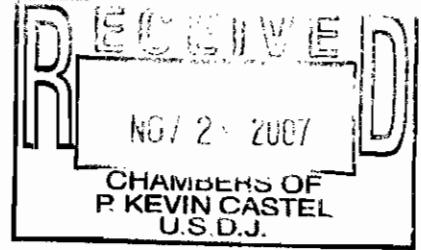


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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE	:
COMMISSION,	:
	No. 07-CV-6146
Plaintiff,	:
v.	:
THEODORE ROXFORD	:
a/k/a LAWRENCE DAVID NIREN and:	:
HOLLINGSWORTH, ROTHWELL &	:
ROXFORD,	:
Defendants.	:
	:



**FINAL JUDGMENT OF DEFAULT AGAINST DEFENDANT THEODORE ROXFORD
A/K/A LAWRENCE DAVID NIREN**

WHEREAS, Plaintiff Securities and Exchange Commission filed this action on June 29, 2007; and

WHEREAS, the Proof of Service filed by the Commission on August 28, 2007, shows that on June 30, 2007, Defendant Theodore Roxford a/k/a Lawrence David Niren ("Defendant Roxford") was duly served with the Summons and Complaint; and

WHEREAS, the Commission has moved for the entry of a default judgment against Defendant Roxford based on Rule 55(b) (2) of the Federal Rules of Civil Procedure.

Now, therefore, it is hereby

WHEREAS, in his letter of November 26, 2007, Defendant Roxford admits that he is in default and

JKC

I.

ORDERED, ADJUDGED AND DECREED that Plaintiff Securities and Exchange Commission shall have judgment against Defendant Roxford.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Roxford and all persons in active concert or participation with him who receive actual notice of this Final Judgment by personal service or otherwise, including his agents, servants, employees, attorneys, successors and assigns, and each of them, be and hereby are permanently restrained and enjoined from directly or indirectly, by the use of the mails or any means or instrumentality of interstate commerce, or of any facility of any national securities exchange, selling or offering for sale or purchasing or offering to purchase a security and with respect to such security, making, for the purpose of inducing the purchase or sale of such security, any statement which was at the time and in the light of the circumstances under which it was made, false or misleading with respect to any material fact, and which he knew or had reasonable ground to believe was so false or misleading in violation of Section 9(a) of the Securities Exchange Act of 1934, 15 U.S.C. § 78i.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Roxford and all persons in active concert or participation with

him who receive actual notice of this Final Judgment by personal service or otherwise, including his agents, servants, employees, attorneys, successors and assigns, and each of them, be and hereby are permanently restrained and enjoined from making any untrue statement of a material fact or omitting to state any material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading, or to engage in any fraudulent, deceptive, or manipulative acts or practices, in connection with any tender offer or request or invitation for tenders, or any solicitation of security holders in opposition to or in favor of any such offer, request, or invitation in violation of Section 14(e) of the Securities Exchange Act of 1934, 15 U.S.C. § 78n(e), and Rule 14e-8 promulgated thereunder.

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Roxford shall pay to the United States Treasury a civil penalty in the amount of ~~\$1900,000 consisting of \$300,000 per violation~~ ~~1~~ pursuant to Section 21(d)(3) of the Securities Exchange Act of 1934, 15 U.S.C. § 78u(d)(3).

V.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Roxford shall pay the civil penalty imposed above by delivering, within thirty days of the date of this Final Judgment, a certified check to the Office of the Comptroller, Securities and Exchange Commission, 6432 General Green Way, Mail Stop 0-3,

Alexandria, Virginia 22312. The certified check shall be made payable to the "Securities and Exchange Commission" and shall bear on its face the notation "SEC v. Theodore Roxford et al. (HO# 09673)." Defendant Roxford shall simultaneously deliver a photocopy of the check to Sarah L. Levine, Assistant Chief Litigation Counsel, Securities and Exchange Commission, 100 F Street, N.E., Washington, D.C. 20549-4030.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Court shall retain jurisdiction of this civil action for all purposes, including implementation and enforcement of this Final Judgment.

VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that, there being no just reason for delay, the Clerk is directed, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this Final Judgment of Default forthwith and without further notice. *With the entry of the judgment against the defendant, the matter is concluded and the matter may be administratively closed and all motions deemed moot.*

Dated: New York, New York

2007

March 7, 2008

HON. P. KEVIN CASTEL
UNITED STATES DISTRICT JUDGE